

**BEFORE THE
Federal Communications Commission
WASHINGTON, D.C. 20554**

Application of)	
)	
Redwire, Inc.,)	
Assignor)	
)	
and)	WC Docket No. _____
)	
AtLink Services, LLC,)	
Assignee)	
)	
For Consent to Assignment of Domestic Section)	
214 Authorization)	
)	

To: Chief, Wireline Competition Bureau

**APPLICATION FOR CONSENT TO ASSIGNMENT
OF DOMESTIC SECTION 214 AUTHORIZATION**

Redwire, Inc. (“Redwire”) and AtLink Services, LLC (“AtLink”) (together, the “Applicants”), pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. § 214 (the “Act”), hereby respectfully request Commission consent for the assignment of Redwire’s domestic Section 214 authorization, which consists of Redwire’s Connect America Fund (“CAF”) Phase II support obligations for a portion of its census blocks in Oklahoma (“Assigned Census Blocks”).¹ The Applicants also request waiver of Redwire’s upcoming 40 percent and 60 percent milestones so that AtLink has sufficient time to deploy voice and broadband service to locations in the Assigned Census Blocks without risking immediate default.² Such waiver is a condition to AtLink’s obligation to consummate the transaction.

¹ The Assigned Census Blocks are listed in Exhibit 1 hereto.

² See *Connect America Fund Phase II Auction Support Authorized for 169 Winning Bids*, Public Notice, 35 FCC Rcd 5849, 5851 (WCB 2020) (“*Redwire Authorization PN*”) (authorizing Redwire for CAF support and establishing December 31, 2022 and December 31, 2023 for the 40 percent and 60 percent deployment milestones, respectively. The waiver request is in Section IV of this Application.

As recipients of CAF support, each of Redwire and AtLink may be deemed to hold a domestic Section 214 authorization. As described below, AtLink and Redwire have entered into an Assignment and Assumption Agreement (“Agreement”) by which Redwire has agreed to assign to AtLink all of Redwire’s (a) accumulated and future receipts of CAF II support for the Assigned Census Blocks listed in Exhibit 1; and (b) obligations associated with the receipt of CAF II support with respect to the Assigned Census Blocks, subject to required federal and state regulatory approvals including the waiver request discussed in Section IV hereof.

The transaction consists solely of AtLink’s assumption of Redwire’s CAF II support obligations in the specified Assigned Census Blocks and corresponding CAF support upon receipt of required Commission and Oklahoma state regulatory approvals. AtLink is not acquiring any of Redwire’s telecommunications assets, services, or customers outside the CAF-supported areas. At present, there are no facilities or customers of Redwire in the CAF-supported areas. Accordingly, the transaction will not result in any loss or impairment of service for either of the Applicants’ customers and will have no adverse effects upon competition anywhere in the United States.

The assumption of the CAF obligations by AtLink and the additional deployment time requested in the waiver of the 40 percent and 60 percent milestones will benefit future customers by enabling AtLink to deploy CAF facilities in an efficient manner because the obligations it seeks to assume are for Assigned Census Blocks in close proximity to its existing network and census blocks where AtLink is a CAF recipient. Redwire has no means to obtain its letter of credit, leaving it with the sole alternative of assigning its CAF obligations to third parties if the rural and Tribal areas of Oklahoma are to be served with CAF-supported voice and broadband service. The transaction also will not result in any harm to existing customers, so the Commission should find that the transaction will serve the public interest.

I. DESCRIPTION OF THE APPLICANTS AND THE TRANSACTION

A. Redwire, Inc.

Redwire is an Oklahoma corporation formed for the purpose of participating in the CAF Phase II auction. It is owned by the Otoe-Missouria Development Authority, Inc. (“OMDA”), the official enterprise and economic development arm of the federally recognized Otoe-Missouria Tribe of Oklahoma. Its principal place of business is 8151 Hwy 177, Red Rock, OK 74651. Redwire does not provide any telecommunications services. OMDA’s primary business is promoting economic development for the Otoe-Missouria Tribe. The Tribe is based in Red Rock, Oklahoma and has approximately 3,300 members in North Central Oklahoma.

On December 3, 2019, the Oklahoma Corporation Commission (“OCC”) designated Redwire as an ETC for the Assigned Census Blocks (Cause No. 201900009; Order No. 705772). On June 12, 2020, the Bureau authorized Redwire for CAF support for 1,541 census blocks (8,041 locations) in Oklahoma.³ The assigned support over 10 years is \$4,766,845.60. To date, Redwire has not expended any CAF support with respect to the Assigned Census Blocks.⁴

B. AtLink Services, LLC

AtLink Services is an internet service provider based in Oklahoma City. Its principal place of business is 13431 Broadway Extension, Suite 150, Oklahoma City, OK 73114. The company was formed in 2005 with a plan to provide rural areas with high-quality, high-speed Internet access, delivered at a reasonable price. AtLink currently serves more than 11,000 Oklahomans in rural communities and urban areas throughout the state using fixed wireless and fiber-to-the-home

³ See *Redwire Authorization PN* at Attachment A. See also *Connect America Fund*, Order, 35 FCC Red 5844 (“*Redwire Waiver Order*”).

⁴ Redwire received support for one year. The Commission suspended support in granting Redwire a waiver of the letter of credit rules. See *Connect America Fund*, Order, WC Docket No. 10-90 and AU Docket No. 17-182, DA 21-1097 (rel. Sept. 2, 2021) (“*Redwire Second Waiver Order*”).

technologies. AtLink has been awarded several USDA Broadband Initiatives Program grants to provide internet access service for the next 25 years to unserved and underserved regions in Oklahoma.

On January 24, 2019, the OCC designated AtLink as an ETC for the Oklahoma census blocks where it was the auction winner for CAF support (Cause No. 201800107; Order No. 690248). On July 15, 2019, the Bureau announced that AtLink was a winning bidder in the CAF Phase II auction for 12,501 locations in Oklahoma. The assigned support over 10 years is \$4,762,674.20. AtLink has expended CAF support funds in connection with deployment in its CAF-supported area, and expects to meet its upcoming 40 percent buildout milestone well ahead of the December 31, 2022 milestone deadline.

In addition, the Bureau recently granted an application approving the assignment of Cherokee Telephone Company's domestic Section 214 authorization and Cherokee's CAF obligations in Oklahoma to AtLink.⁵

C. The Transaction

On January 31, 2022, the Applicants entered into the Agreement under which Redwire agreed to assign the CAF obligations and corresponding CAF support it has received for the Assigned Census Blocks to AtLink, and AtLink agreed to assume those obligations, subject to any required regulatory approvals. Both Applicants have been authorized to receive support from the Federal Universal Service Fund pursuant to the CAF II program and have been designated as ETCs by the OCC. As part of the assignment and assumption, Redwire and AtLink have agreed to work

⁵ Public Notice, *Domestic Section 214 Application Granted for the Transfer of Certain Authorizations of Cherokee Telephone Company to AtLink Services, LLC*, DA 22-90 (rel. Jan. 27, 2022) ("*Cherokee Grant PN*").

together to effectuate the assignment of Redwire's CAF II program obligations in the Assigned Census Blocks to AtLink.

The Assigned Census Blocks include a portion of the census blocks for which Redwire was authorized to receive support. In addition, Redwire would convey the pro rata portion of the support it has received for the Assigned Census Blocks to AtLink, and AtLink would be entitled to receive pro rata support going forward, as described in the attached table:

Support	Redwire	AtLink Pro Rata Portion
Annual (received)	\$476,684.56	\$194,820.50
Total	\$4,766,845.60	\$1,948,205.00

The pro rata portion of both received and future support, including the pro rata portion of Redwire's suspended support, represents approximately 41 percent of the total Redwire support.

Because of the relatively short time remaining for Redwire to meet its initial deployment obligation, Commission waiver of the two upcoming deployment milestones is a condition to the transaction closing. In Section IV, AtLink seeks waiver of the 40 percent and 60 percent deployment obligations for the Assigned Census Blocks. AtLink expects that it will be able to timely satisfy the 80 percent and 100 percent deployment milestones for the Assigned Census Blocks.

II. EXPLANATION OF TRANSACTION

In connection with the assignment of Redwire's CAF obligations under the Agreement, subject to Commission and state commission approvals, AtLink will acquire the interests of and assume Redwire's CAF obligations in the Assigned Census Blocks.

As stated above, both Applicants have been designated as ETCs in Oklahoma as a condition to receiving CAF support. In connection with this transaction, the Applicants are filing for OCC approval for Redwire to relinquish its Oklahoma ETC designation for the Assigned Census Blocks

and for AtLink to expand its ETC designation to cover the Assigned Census Blocks. In this Application, the Applicants seek Commission approval for the assignment of Redwire's implied domestic Section 214 authorization which Redwire holds as an ETC and as a CAF recipient for the Assigned Census Blocks in Oklahoma and waiver of the 40 percent and 60 percent deployment milestones. The Applicants expect to consummate the transaction as soon as possible following receipt of required approvals and satisfaction of other conditions to closing. AtLink acknowledges and understands that, as a condition to grant of this Application, it will need to submit and have approved by USAC a separate irrevocable letter of credit and bankruptcy opinion letter for the Assigned Census Blocks.

After consummation of the transaction, AtLink will undertake deployment of the CAF-supported network and integrate such activities and operations into its own ongoing operations and its CAF deployment. Any future changes to the rates, terms, and conditions of service will be undertaken pursuant to customers' contracts, tariffs, and applicable law. No carrier change charges will result from the transaction, and no customer service or billing contact information will change as a result of the transaction. The transaction will be transparent to AtLink's customers, which customers will continue to be served pursuant to its existing operations and existing terms and conditions. Redwire has no customers. No other Commission licenses or authorizations are involved in the transaction.

III. PUBLIC INTEREST STATEMENT

Pursuant to Section 214 of the Act, the Commission will approve a proposed assignment of domestic Section 214 authorizations if it concludes that doing so would serve the public interest,

convenience, and necessity based on the record before it.⁶ In making its decision, the Commission will inquire whether the transaction complies with relevant provisions of the Act, other applicable statutes, and the Commission's Rules, including whether the proposed transferee (or assignee, as the case may be) is qualified to hold the authorizations. Consistent with these rules and precedents, the Applicants respectfully submit that the Commission should find that the proposed transaction is in the public interest and approve this Application.

First, as the Commission is aware from its review and approval of AtLink's CAF application and its authorization of CAF support, AtLink has both the necessary industry experience and requisite financial means to take on the responsibility of deploying CAF-supported voice and broadband service in the Assigned Census Blocks it proposes to assume from Redwire, many of which are adjacent to AtLink's own CAF census blocks. AtLink has deployed broadband networks and served customers since 2005 in rural areas of Oklahoma, and it is uniquely situated to efficiently deploy CAF-supported voice and broadband service in the Assigned Census Blocks. AtLink has a history of providing quality, reliable service to its customers, expanding and upgrading service, and complying with CAF and other Federal grant program requirements. AtLink has extensive operational experience and managerial capabilities and resources, which will help steer service enhancements and expansion. Notably, and as the Bureau recently concluded in the *Cherokee Approval PN*, AtLink has the necessary managerial and operational expertise to meet Redwire's CAF buildout milestones and performance obligations.

AtLink's application and qualifications were subject to rigorous review by Bureau staff prior to being authorized to receive CAF support in 2019, and the Bureau undertook a further

⁶ 47 U.S.C. § 214. *See, e.g., Applications of Level 3 Communications, Inc. and CenturyLink, Inc.*, Memorandum Opinion and Order, WC Docket No. 16-403, FCC 17-142, paras. 8-11 (rel. Oct. 30, 2017) (describing the Commission's standard of review for proposed transfers of control).

review prior to adopting the *Cherokee Approval PN*. Each provided the Commission with a financial plan demonstrating its ability to complete deployment and meet public interest obligations within the six-year build out period. Given its documented inability to obtain a letter of credit, Redwire realized that the Assigned Census Blocks might be served in a more expeditious and cost-effective manner by a third party. AtLink is a natural fit because of its proximity to Redwire's CAF-supported areas, its existing operations, resources and infrastructure, and its ahead-of-schedule deployment of its own CAF obligations. Because Redwire's CAF areas are adjacent to or nearby AtLink's existing operations and AtLink's CAF-supported areas, AtLink can achieve economies of scale and leverage its labor force, infrastructure and operational capabilities to rapidly and cost-effectively build out the Redwire CAF areas as it expands its broadband operations. The map attached as Exhibit 2 depicts Redwire's CAF-supported areas and the Assigned Census Blocks.

Second, the transaction will better ensure that voice and broadband services will be deployed in the Assigned Census Blocks. As the Bureau is aware, Redwire has continuously but unsuccessfully attempted to obtain a letter of credit for its CAF obligations from the Bank of Oklahoma, and its bank covenants prevent Redwire from obtaining a letter of credit from a bank other than the Bank of Oklahoma.⁷ Without AtLink to acquire the CAF obligations in the Assigned Census Blocks, it is likely that locations in the Assigned Census Blocks would remain unserved, a result that would be inconsistent with the public interest. The Applicants anticipate that with the financial and human resources and operational efficiencies AtLink will provide, consumers will be able to receive CAF services in the Assigned Census Blocks with much greater certainty than Redwire. AtLink commits to meeting the 80 percent and 100 percent buildout milestones as specified in the *Redwire Authorization PN* and performance obligations established for the

⁷ See *Redwire Waiver Order*; *Redwire Second Waiver Order*.

Assigned Census Blocks. Further, AtLink is not taking on any debt repayment obligations or otherwise increasing substantially its costs to deploy service. Accordingly, the transaction will not compromise AtLink's ability to meet the buildout milestones or performance obligations for either its existing CAF deployment or the deployment in the Assigned Census Blocks. The transaction therefore will serve the public interest because it will not result in any harms to either company's existing customers and will accelerate AtLink's ongoing efforts to expand broadband service to unserved areas.

Third, because there will be no reduction in competitors in Redwire's CAF-supported areas, there will be no negative impact on competition in the communications market anywhere in the United States, and the transaction will further facilitate the implementation of the Commission's important CAF program goals. To the contrary, the Applicants believe that AtLink can be a more formidable competitor given its managerial and operational background and expertise.

For these reasons, approval of this transaction will serve the public interest, convenience and necessity, and the Commission therefore should grant this Application.

IV. THE COMMISSION SHOULD WAIVE THE 40 PERCENT AND 60 PERCENT DEPLOYMENT MILESTONES

Pursuant to the *Redwire Authorization PN*, Redwire would be required to deploy service to 40 percent of locations in its CAF-supported census blocks by the end of this year and to 60 percent of its CAF-supported census by December 31, 2023. For the reasons set forth below, the Applicants request waiver of these requirements.

As the Commission is aware, despite substantial and repeated efforts, Redwire has been unable to obtain a letter of credit for its CAF obligations. OMDA has bank covenants requiring it to obtain its letter of credit from the Bank of Oklahoma ("BOKF"), but BOKF has been consistently unwilling to provide the letter of credit. On two occasions, the Commission has waived the letter of

credit requirement to afford Redwire the opportunity to assign its CAF obligations to a third party willing to deploy service in the CAF-supported areas. In its September 2020 status report, Redwire included a letter from a BOKF senior vice president stating that “OMDA does not have excess availability on its revolving line of credit to fund an irrevocable stand-by letter of credit on behalf of Redwire at this time, due, in part, to the tribe's financial hardship resulting from the closing of its casinos, hotels, and other public businesses.”⁸

Beginning in 2020, Redwire has had discussions with several other parties – many of which are CAF recipients – to explore business transactions that would lead to deployment of voice and broadband services in its CAF areas. In recent weeks, Redwire and AtLink have had advanced discussions. After careful consideration, AtLink has determined that it would like to acquire and assume Redwire’s CAF obligations in the Assigned Census Blocks (but not Redwire’s other CAF areas).⁹ As the map at Exhibit 2 depicts, these areas are adjacent or proximate to AtLink’s CAF areas such that AtLink’s deployment in the Assigned Census Blocks would be efficient and cost-effective. However, with less than a year remaining on the 40 percent milestone – and less than that following action on this Application and waiver request – AtLink will be unable to meet that milestone. In addition, AtLink would have less than two years to meet the 60 percent milestone, and waiver of that obligation also is necessary.

⁸ See Letter from Stephen E. Coran, Redwire Counsel, to Kris Ann Monteith, Bureau Chief, WC Docket No. 10-90 and AU Docket No. 17-182 (filed Sept. 16, 2020).

⁹ Redwire is exploring assigning its other CAF-supported census blocks to other parties, including CAF recipients funded for areas near those other census blocks.

The Commission may waive a rule for good cause shown.¹⁰ Waiver is appropriate where the “particular facts would make strict compliance inconsistent with the public interest.”¹¹ The Commission may grant a waiver of its rules where the requested relief would not undermine the policy objective of the rule in question, special circumstances warrant a deviation from the general rule, and such deviation will serve the public interest.¹² The Commission may take into account considerations of hardship, equity, or more effective implementation of overall policy on an individual basis.¹³

The circumstances here meet this standard. First, waiver of the 40 percent and 60 percent milestones is a condition to consummation of AtLink’s acquisition and assumption of Redwire’s CAF obligations in the Assigned Census Blocks. In the absence of a waiver, AtLink will not proceed to close, and Redwire will be unable to find another party to meet those obligations in the short time remaining after the Commission acts on this Application. As a result, there will be no party authorized to deploy CAF-supported service to the Assigned Census Blocks, and rural Oklahomans, including Tribal members, will continue to lack access to broadband. That result would be contrary to the Commission’s universal service goals.

Second, the Assigned Census Blocks include Tribal lands. The Commission has long recognized that it shares a unique trust relationship with Tribal Nations.¹⁴ The Commission also has recognized that “members of federally-recognized American Indian Tribes and Alaska Native

¹⁰ See 47 C.F.R. § 1.3.

¹¹ See *Northeast Cellular Tel. Co. v. FCC*, 897 F.2d 1164, 1166 (D.C. Cir. 1990) (citing *WAIT Radio v. FCC*, 418 F.2d 1153, 1157-59 (D.C. Cir. 1969), *cert. denied*, 93 S.Ct. 461 (1972)) (“*Northeast Cellular*”).

¹² See generally *WAIT Radio*.

¹³ See *id.* at 1159; *Northeast Cellular* at 1166.

¹⁴ See *Establishing a Government-to-Government Relationship with Indian Tribes*, Policy Statement, 16 FCC Rcd 4078 (2000).

Villages and other residents of Tribal lands have lacked meaningful access to wired and wireless communications services.”¹⁵ To address these concerns, the Commission and other federal agencies have made funding broadband deployment on Tribal lands to be a national priority. Just last week, the Commission amended its rules to allow Tribal libraries to participate in the E-rate program.¹⁶ More broadly, the Administration has taken steps to advance digital equity for all, including Native American persons.¹⁷ And under the Infrastructure Investment and Jobs Act (“Infrastructure Act”), Congress has appropriated up to an additional \$2 billion for the Tribal Broadband Connectivity Program. Maintaining support and waiving the milestones so AtLink has sufficient time to deploy service would be consistent with these overarching policy goals and accelerate deployment – likely before any funds are distributed under the Infrastructure Act – to achieve Tribal connectivity more quickly.

Third, AtLink is contractually committed to deploying service in Tribal lands within the Assigned Census Blocks. AtLink has agreements with the Osage and Muscogee Tribes to deploy broadband service on their lands, some of which are covered by the Assigned Census Blocks. CAF support will partially offset AtLink’s costs, thereby easing its financial burden and making the provision of service more viable.

Fourth, AtLink is a CAF recipient with obligations to deploy voice and broadband service in rural areas of Oklahoma adjacent to and near the Assigned Census Blocks, and is uniquely suited to

¹⁵ *Improving Communications Services for Tribal Nations by Promoting Greater Utilization of Spectrum over Tribal Lands*, Notice of Proposed Rulemaking, 26 FCC Rcd 2623, 2624 (2011); *see also Inquiry Concerning Deployment of Advanced Telecommunications Capability to All Americans In a Reasonable and Timely Fashion*, 2018 Broadband Deployment Report, 33 FCC Rcd 1660, 1662, 1687-88 (2018) (noting that Tribal lands continue to lag behind with respect to broadband deployment).

¹⁶ *See Schools and Libraries Universal Service Support Mechanism*, Report and Order, FCC 22-8 (rel. Jan. 28, 2022).

¹⁷ *See id.* at 5-6, citing Exec. Order No. 13985, 86 Fed. Reg. 7009, Executive Order on Advancing Racial Equity and Support for Underserved Communities Through the Federal Government (Jan. 20, 2021).

take on Redwire's CAF obligations and meet the ultimate requirement to serve 100 percent of the locations by the end of 2025. It has the technical, managerial and operational expertise and experience to construct the network, and to do so efficiently and cost-effectively. As discussed above, AtLink is well on its way to exceed its milestones, has access to infrastructure, is familiar with Commission reporting and performance obligations, can obtain a letter of credit for the Assigned Census Blocks and has existing commitments to provide service on Tribal lands. In sum, AtLink is the perfect party to take on Redwire's obligations in the Assigned Census Blocks.

Fifth, special circumstances exist. The waivers the Commission previously granted to Redwire are unique, and recognize that it cannot obtain a letter of credit. As the Bureau acknowledged in the *Redwire Second Waiver Order*, "despite its further good faith efforts to obtain a letter of credit, these circumstances persisted during Redwire's first year of support and continue to make it impossible for Redwire to obtain a letter of credit."¹⁸ That statement remains true today. AtLink represents the only way for CAF-supported service to be deployed in the Assigned Census Blocks.

For these reasons, waiver would be consistent with the public interest, and the Commission thus should approve the Application with the requested waivers.

V. INFORMATION REQUIRED UNDER SECTION 63.04 OF THE COMMISSION'S RULES RELATING TO AN ASSIGNMENT UNDER A DOMESTIC SECTION 214 AUTHORIZATION

In accordance with Section 63.04 of the Commission's Rules,¹⁹ the Applicants provide the following information:

¹⁸ *Redwire Second Waiver Order* at 4.

¹⁹ See 47 C.F.R. § 63.04.

(1) Name, address, and telephone number of each applicant.

Redwire, Inc.
8151 Hwy 177
Red Rock, OK 74651
Telephone: 580-723-4466
Email: lester.harragarra@omdevelopment.org

AtLink Services, LLC
13431 Broadway Extension, Suite 150
Oklahoma City, OK 73114
Telephone: 405-753-7151
E-mail: sam@atlink.net

(2) State under the laws of which each applicant is organized.

Redwire is an Oklahoma corporation. AtLink is an Oklahoma limited liability company.

(3) Contact information for legal counsel to whom correspondence concerning the application is to be addressed.

Stephen E. Coran
Lerman Senter PLLC
2001 L Street, NW, Suite 400
Washington, DC 20036
(202) 416-6744
scoran@lermansenter.com

(4) Name, address, citizenship, and principal business of entities that own at least ten percent (10%) of the equity of the applicants.

For Redwire

Otoe-Missouria Development Authority, Inc.
8151 Hwy 177
Red Rock, OK 74651
Owns 100% of Redwire
Oklahoma corporation

For AtLink

Samual T. Curtis (FRN: 0027358852)
5308 Wheatley Way
Edmond, OK 73034
Owns 12.53% of AtLink
U.S. Citizen

The Hinton C A T V Company, Inc. (FRN: 0004975058)

Attn: Kenneth Doughty (FRN: 0017745480)

204 West Main

Hinton, OK 73047

Owns 54.39% of AtLink

Oklahoma corporation owned by trusts whose trustees and beneficiaries are all U.S. Citizens, as follows.

Trust Shareholder/FRN	Trustee/Beneficiary/FRN	%	Address
Kenneth Doughty GST Exempt Trust FRN: 0026826768	Kenneth Doughty FRN: 0017745480	39%	2205 South Broadway Ave., Hinton, OK 73047
Kenneth Doughty 1994 Revocable Trust FRN: 0017746686	Kenneth Doughty FRN: 0017745480	31%	2205 South Broadway Ave., Hinton, OK 73047
Jason Doughty 2012 Irrevocable Trust FRN: 0023302821	Jason Doughty FRN 0023302821	19.5%	728 North Max Street, Hinton, OK 73047
Terry Treadway 2012 Irrevocable Trust FRN: 0023302839	Terry Treadway FRN: 0023302839	19.5%	14815 NW 10 th Street, Yukon, OK 73099

Communications Equipment Corporation (FRN: 0016085979)

Attn: Samuel Sanchez (FRN: 0028998912)

403 Service Road

Calera, OK 74730

Owns 33.08% of AtLink

Oklahoma corporation owned by individuals who are all U.S. Citizens, as follows.

Shareholder/FRN	%	Address
Amy Young FRN: 0020730354	20%	528 NW 40 th Street Oklahoma City , OK , 73118
Jenny Young-Sanchez	20%	1013 McIntosh Road Mead, OK 73449
James O. Young Cherokee Trust S	40%	2207 Ridgeway Street Ardmore, OK 73401
Tom Young	20%	18542 308 th Street Norman, OK 73071

No other individual or entity holds 10% or more of AtLink.

(5) Certification pursuant to Sections 1.2001 through 1.2003 that no party to the application is subject to a denial of Federal benefits.

Applicants certify as evidenced by the attached Verifications that no party to this Application is subject to a denial of federal benefits under Section 5301 of the Anti-Drug Abuse Act of 1988, as amended.

(6) Description of the Transaction.

The Applicants have entered into the Agreement pursuant to which AtLink will assume Redwire's CAF obligations in Oklahoma upon approval by the Commission and the OCC and subject to certain other conditions. AtLink is ahead of schedule on its own CAF deployment and can absorb Redwire's obligations to deploy voice and broadband service to 80 percent of the locations in the Assigned Census Blocks by December 31, 2024 and 100 percent of the locations in the Assigned Census Blocks by December 31, 2025. AtLink will bring a number of attributes to the CAF areas that will benefit consumers. It has a large labor force, significant financial resources, substantial managerial experience, and access to infrastructure in and near the CAF areas it will be assuming. AtLink believes that this experience and know-how will result in expeditious deployment of CAF-supported facilities and services.

Additional responsive information is described in Section II hereof.

(7) Description of the geographic areas in which the Assignor and Assignee (and any of their affiliates) offer domestic telecommunications services, and what services are provided in each area.

Redwire is owned by OMDA, the economic development arm of the Otoe-Missoria Tribe, a federally recognized Tribe. It provides no telecommunications services. Redwire has agreed to assign its CAF obligations in the Assigned Census Blocks to AtLink. Redwire has been authorized to receive CAF support in the Assigned Census Blocks listed in Exhibit 1 hereto.

AtLink is a provider of voice and broadband service, including interconnected VoIP service, using both fiber and fixed wireless technology to connect homes, businesses and anchor institutions in Oklahoma. AtLink will retain its current CAF obligations in addition to assuming Redwire's CAF obligations in the Assigned Census Blocks.

(8) Statement on how the application fits into one or more of the presumptive streamlined categories or why it is otherwise appropriate for streamlined treatment.

This Application is eligible for streamlined processing pursuant to Section 63.03 of the Commission's rules.²⁰ In particular, it is eligible for streamlined processing under Section 63.03(b)(2)(i) because (i) AtLink and its affiliates have and would have a market share in the interstate, interexchange market of less than 10 percent, (ii) AtLink and its affiliates provide and would provide competitive telephone exchange services or exchange access services (if at all) exclusively in geographic areas served by a dominant local exchange carrier that is not a party to the transaction, and (iii) neither of the Applicants is dominant with respect to any service.²¹ Applicants understand, however, that the Bureau may elect not to apply streamlined treatment to this Application because of the need to re-confirm AtLink's qualifications to assume Redwire's CAF obligations. Nevertheless, Applicants submit that expeditious approval of this Application would serve the public interest.

(9) Identification of all other Commission applications related to the same Transaction.

There are no other pending FCC applications related to this transaction.

²⁰ See 47 C.F.R. § 63.03.

²¹ See *id.* § 63.03(b)(2)(i).

(10) Statement whether the applicants are requesting special consideration because either party to the Transaction is facing imminent business failure.

Neither party to this transaction is facing imminent business failure, and there are accordingly no requests for any special treatment of the Application based on such considerations.

(11) Identification of any separately filed waiver requests being sought in conjunction with the Transaction.

In Section IV of this Application, AtLink seeks waiver of the 40 percent and 60 percent deployment milestones specified in the *Redwire Authorization PN*.

(12) A statement showing how grant of the application will serve the public interest, convenience, and necessity, including any additional information that may be necessary to show the effect of the proposed Transaction on competition in domestic markets.

The Commission's grant of this Application will serve the public interest, convenience, and necessity for the reasons described in Section III hereof.

VI. CONCLUSION

For the foregoing reasons, the Commission's grant of this Application will serve the public interest, convenience, and necessity. Accordingly, Applicants respectfully request that the Commission grant this Application.

Respectfully submitted,

Redwire, Inc.

and

AtLink Services, LLC

January 31, 2022

By: /s/ Stephen E. Coran
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Lerman Senter PLLC
2001 L Street, NW, Suite 400
Washington, DC 20036
(202) 416-6744
scoran@lermansenter.com

EXHIBIT 1
Assigned Census Blocks

COUNTY	Assigned Census Blocks	Locations
Canadian	400173010011	6
Creek	400370207042	41
Creek	400370208001	14
Lincoln	400819612002	27
Lincoln	400819613002	14
Lincoln	400819612003	234
Lincoln	400819617002	99
Logan	400836003002	3
Logan	400836007002	13
Logan	400836002001	21
Logan	400836002002	6
Logan	400836004003	5
Logan	400836005006	60
Logan	400836007001	216
Osage	401139400022	4
Osage	401139400024	10
Osage	401139400025	1
Osage	401139400032	112
Osage	401139400041	200
Osage	401139400042	71
Osage	401139400043	135
Osage	401139400052	164
Osage	401139400072	8
Osage	401139400081	78
Osage	401139400083	3
Osage	401139400102	17
Osage	401139400111	59
Osage	401139400021	169
Osage	401139400033	235
Osage	401139400091	324
Pawnee	401179571001	2
Pawnee	401179571004	106
Pawnee	401179575001	28
Pawnee	401179575003	53
Pawnee	401179574002	48
Pawnee	401179574003	176
Hughes	400634846002	240
Hughes	400634849001	11
	Total	3013

EXHIBIT 2

Legend

Light green – Redwire CAF Census Blocks (Assigned Census Blocks)

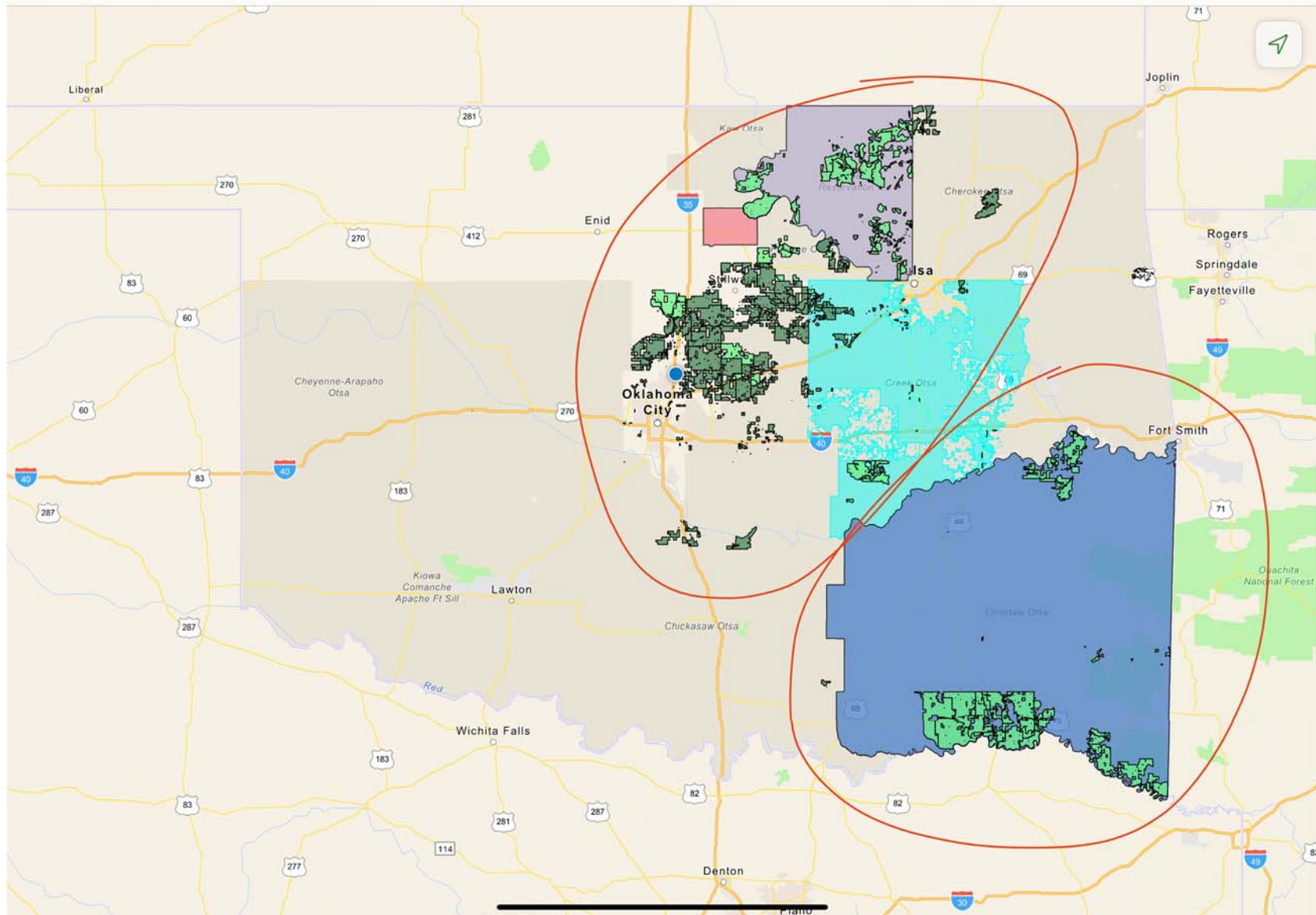
Dark green – AtLink CAF Census Blocks

Pink – Otoe-Missouri land

Lavender – Osage land (AtLink contract)

Light blue – Mucogeee land (AtLink contract)

Dark blue – Choctaw land



**CERTIFICATIONS IN SUPPORT OF THE APPLICATION FOR CONSENT TO
TRANSFER CONTROL OF DOMESTIC AUTHORIZATION PURSUANT TO
SECTION 214 OF THE COMMUNICATIONS ACT OF 1934, AS AMENDED,
HELD BY REDWIRE, INC.**

I, Lester Harragarra, under penalty of perjury, hereby certify:

1. I am over the age of 18 years;
2. I am the President of Redwire, Inc. ("Redwire"); and
3. Redwire is not subject to a denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.

I certify under penalty of perjury under the laws of the United States that the foregoing is true and correct to the best of my knowledge, information, and belief this and that these Certifications were executed on this 31 day of January 2022 at Red Rock, Oklahoma.

By:



Lester Harragarra

President

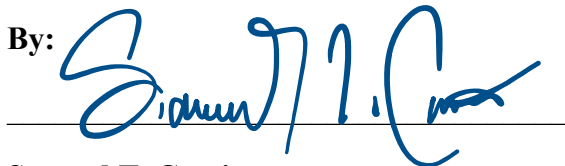
**CERTIFICATIONS IN SUPPORT OF THE APPLICATION FOR CONSENT TO
TRANSFER CONTROL OF DOMESTIC AUTHORIZATION PURSUANT TO
SECTION 214 OF THE COMMUNICATIONS ACT OF 1934, AS AMENDED,
HELD BY REDWIRE, INC.**

I, Samuel T. Curtis, under penalty of perjury, certify:

1. I am over the age of 18 years;
2. I am the President & Manager of AtLink Services, LLC ("AtLink");
3. AtLink certifies that upon consummation of the proposed assignment, AtLink's experienced management team will assume the operations and obligations of Redwire, Inc. ("Redwire") with respect to the Assigned Census Blocks in its Connect America Fund Phase II ("CAF");
4. AtLink further states that it is familiar with deployment obligations under the high-cost funds, and can leverage its existing infrastructure and capital resources to address Redwire's obligations to consumers as well as to the Commission; and
5. AtLink is not subject to a denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.

I certify under penalty of perjury under the laws of the United States that the foregoing is true and correct to the best of my knowledge, information, and belief this and that these Certifications were executed on this 31st day of January 2022 at [Oklahoma City, Oklahoma].

By:



Samual T. Curtis

President & Manager